

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO**

In re:

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

THE COMMONWEALTH OF PUERTO RICO,

Debtor.¹

In re:

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

PUERTO RICO HIGHWAYS AND
TRANSPORTATION AUTHORITY (“HTA”),

Debtor.

PROMESA

Title III

No. 17 BK 3283-LTS

(Jointly Administered)

PROMESA

Title III

No. 17 BK 3567-LTS

**DECLARATION OF WILLIAM W. HOLDER IN SUPPORT OF THE REPLY OF
ASSURED GUARANTY CORP., ASSURED GUARANTY MUNICIPAL CORP., AMBAC
ASSURANCE CORPORATION, NATIONAL PUBLIC FINANCE GUARANTEE
CORPORATION, AND FINANCIAL GUARANTY INSURANCE COMPANY, IN
SUPPORT OF THEIR MOTION FOR RELIEF FROM THE AUTOMATIC STAY, OR,
IN THE ALTERNATIVE, ADEQUATE PROTECTION**

¹ The Debtors in these Title III Cases, along with each Debtor's respective Title III case number and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (the “Commonwealth”) (Bankruptcy Case No. 17-BK-3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation (“COFINA”) (Bankruptcy Case No. 17-BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority (“HTA”) (Bankruptcy Case No. 17-BK-3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”) (Bankruptcy Case No. 17-BK-3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (v) Puerto Rico Electric Power Authority (“PREPA”) (Bankruptcy Case No. 17- BK-4780-LTS) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority (“PBA”) (Bankruptcy Case No. 19-BK-5523-LTS) (Last Four Digits of Federal Tax ID: 3801) (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

I, William W. Holder, hereby declare, pursuant to 28 U.S.C. § 1746:

1. I currently serve as Dean of the Leventhal School of Accounting and hold the Alan Casden Dean's Chair of Accountancy at the University of Southern California.

2. I submit this declaration in support of the *Reply in Support of Motion of Assured Guaranty Corp., Assured Guaranty Municipal Corp., Ambac Assurance Corporation, National Public Finance Guarantee Corporation, and Financial Guaranty Insurance Company for Relief from the Automatic Stay, or, In the Alternative, Adequate Protection* (the “HTA Lift-Stay Reply”).

3. I have been retained by counsel for Assured Guaranty Corp., Assured Guaranty Municipal Corp., National Public Finance Guarantee Corp., Ambac Assurance Corp., and Financial Guaranty Insurance Company to offer expert testimony related to the HTA Lift-Stay Reply.

4. A true and correct copy of my expert report is attached hereto as Exhibit A.

5. My expert report sets forth my testimony in this matter and includes the following information:

- a. a complete statement of all opinions I will express and the basis and reasons for them;
- b. the facts or data considered by me in forming them;
- c. exhibits that will be used to summarize or support them;
- d. my qualifications, including a list of all publications I have authored in the previous 10 years;
- e. a list of all other cases in which, during the previous 4 years, I testified as an expert at trial or by deposition; and
- f. a statement of the compensation to be paid for my study and testimony in the case.

I declare under penalty of perjury under the laws of the United States of America that the foregoing statements are true and correct.

Executed: Los Angeles, California
April 30, 2020

William W. Holder

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